

5. ETHICS AND CONFLICT OF INTEREST

There are no known or acknowledged conflicts of interest by any group or individual, constituting the project team, in the design or operation of this project proposal, in.

6. STATEMENT OF DEVELOPMENT EXPERIENCE

ROANOKE FOUNDATION FOR DOWNTOWN, INCORPORATED

In 1993 Downtown Roanoke Incorporated, a 501(c)(6) organization chartered in 1960, recognized a need to establish a 501(c)(3) organization to partner and assist in major projects of benefit to the downtown Roanoke area. The Roanoke Foundation for Downtown, Inc., the resulting organization, is governed by a separate Board of Directors and contracts with Downtown Roanoke Incorporated as its management agent.

The Roanoke Foundation for Downtown, Inc. is a not-for-profit corporation organized exclusively for charitable, educational and scientific purposes. Since its inception in 1993, the Foundation has had three major projects. The Foundation signed a contract with the City of Roanoke in October of 1993 to establish a mounted patrol unit within the Police Department of the City of Roanoke to serve the residents of the City. The Foundation agreed to provide the horses, means of transportation, special equipment and training, feed, reasonable and necessary veterinary and farrier services, and certain other related goods and services necessary to the operation of the unit. The City of Roanoke agreed to provide the salary, benefits, and ordinary police equipment and uniforms for police officers assigned to the unit.

The first agreement was for a three-year term ending on June 30, 1996, with an automatic renewal for two successive terms of one year each for a total period not to exceed five years. The unit began with three City Police Officers and three horses secured by the Foundation. The unit today has five officers and four mounts and has raised the funds to build a new stable on property owned by the City. The City has agreed to contribute \$15,000 per year beginning June 30, 1998 for expenses incurred by the Unit. The Foundation will continue to respond to requests for fundraising assistance for the Unit.

The Mounted Patrol Unit has proven itself as an effective law enforcement tool. During festivals and events, the mounted patrol is able to respond much quicker through crowded streets than officers in vehicles. The atmosphere created on downtown Roanoke streets by officers mounted on horseback is very compatible with the image of an outdoors City surrounded by the Appalachian Trail and the Blue Ridge Parkway. Perhaps the most important function of the Mounted Patrol is in providing enriched public relations with the community. Horses attract children and adults alike and enable the police officers to interact with the public. Children are able to develop an attitude of trust and respect for the officers, which will benefit the City as these children grow into adulthood. Funds raised by the Foundation enable the Mounted Patrol Unit to be involved in programs in school classes, after school programs, scout troops, and 4-H groups that have no other access to horses. These programs are free to the public. The Unit has developed techniques for crowd control that recently were demonstrated at the Roanoke Valley Horse Show, and which they teach to mounted patrol units from other cities. Mounted Patrol officers were honored to participate in President Clinton's inaugural parade.

The Foundation's next step was to become an important partner in the OUTLOOK Downtown Roanoke planning process by raising \$47,250 in private funds. These funds, along with \$87,500 from the City of Roanoke and \$40,250 from the Roanoke Redevelopment and Housing Authority, were used to make the vision of the new plan a reality. The plan for downtown Roanoke was prepared by Urban Design Associates of Pittsburgh, PA and completed in April of 1997.

An important recommendation of the plan was the creation of a new city place, The Rail District. The revitalization of this area began with the renovation and reopening of the Hotel Roanoke and Conference Center. By building on the region's rail heritage, the Rail District will have a distinct presence just as the Historic Roanoke City Farmers' Market has its own identity. The consolidation of ownership of empty rail properties within the new district was recommended as a first step to bringing the area back to life.

In order to meet the challenge of the new project, The Roanoke Foundation for Downtown, Inc. restructured its Board of Directors in 1997, adding individuals with real estate and financial expertise. Downtown Roanoke Incorporated's President presented

the Outlook plan for the Rail District to the Chairman of the Norfolk Southern Corporation, and requested and received the donation of four historical rail district buildings on December 31, 1997. These buildings and land are valued at \$14 million. These buildings include two former office buildings used by Norfolk Southern, a former passenger station, and a storage facility. The Foundation has been charged with overseeing the reuse of these buildings in accordance with the highest good for the community as recommended in the OUTLOOK Roanoke plan.

Since December of 1997, DRI and the Foundation led the effort and received commitments from the Virginia General Assembly for \$5.4 million and the City of Roanoke for \$2.5 million for an education center in the largest of the former Norfolk Southern office buildings. This 157,000 square foot education center will combine work force training and higher education courses. Sixteen colleges and universities have expressed an interest in becoming part of the education center along with the regional job-training consortium and "This Valley Works", a division of the local agency overseeing the welfare to work program.

In May of 1998, the Foundation and the Roanoke Redevelopment and Housing Authority entered into an agreement for the development of 86 market rate apartments to be developed in the smaller of the two former office buildings. In addition, the Roanoke Valley Convention and Visitors Bureau has committed to be the key tenant in the former Norfolk and Western Passenger Station to create a regional Visitors Center. This project took a major step forward with the passage of H.R. 2400, the Building Efficient Surface Transportation and Equity Act (BESTEA), by the House of Representatives on May 22, 1998 and development plans are now underway. \$500,000 was allocated to the Roanoke Foundation for Downtown, Inc., for the restoration of the Roanoke Passenger Station.

This list of accomplishments is quite significant for an organization only five years old. **During the period from June 1993 until June 1998, total funds raised by the Foundation exceeded \$500,000 in addition to the \$14 million value of the buildings and land donated by Norfolk Southern Corporation, and the \$500,000 in BESTEA funds.** The Foundation has transformed itself when needed to meet community

challenges ranging from public safety and perception issues, master planning for downtown Roanoke, to the implementation of major development projects involving the investment of millions of dollars of private and public funds for residential, educational, and public purposes.

The Historic Roanoke City Market, also called the Farmer's Market due to the profusion of plants, fresh fruits, and vegetables available during the growing season, is the oldest continuously operating open air market in the Commonwealth of Virginia. It began when 25 licenses were issued to "Hucksters" (vendors) in 1882. Downtown Roanoke, Inc. has successfully managed the Market for more than 15 years.

The mission of the Historic Roanoke City Market is to provide Roanoke and the surrounding area with locally grown foods in a direct farm-to-consumer venue and to increase awareness and support of regional agriculture. The focus is predominantly on farm products but also featured are a variety of artisans and food vendors to enhance the City's diverse and dynamic community.

Over the course of DRI's management the Market has changed and expanded. The handbook, which outlines policies and procedures, has been revised twice to adequately reflect necessary evolution. All vendors have a current City of Roanoke Business License, and all farmers have a Grower's Permit from the Virginia Cooperative Extension, which has strengthened the Market. Artisans and crafters follow the standards outlined in the handbook ensuring that the Market provides unique and exceptional quality of goods.

After consultation with market vendors and the surrounding retail/restaurant establishments, in 2006 DRI opened the market on Sundays. This has expanded the impact of the Market to further visitors. Active marketing via both social and traditional media is helping to connect with the community and invite them to enjoy the Market's bounty.

Currently, there are 42 permanent vendors on the market; 20 new daily vendors have been added this year and there is a pool of over 50 daily vendors who sell on the Market. For the past 4 months, DRI has been closing Kirk Avenue to accommodate all the

vendors who show for a Market day. DRI has also added three additional growers to the Market this year: Martin Greenhouse, Catawba Valley Farms, and Mountain View Farm Products. DRI has an on-going and active recruiting program to draw additional vendors to the Market.

The Historic Roanoke City Market promotes a family atmosphere. Over the past three years, DRI has obtained sponsorship from Ukrop in order to produce Music on the Market, featured every Saturday and Sunday from 11 a.m. – 2 p.m. May through September. Over 20 bands perform for the enjoyment of market patrons. This year, the music has been diverse featuring soft rock, blues, country, blue grass, funk, and beach music. This is a wonderful addition to the market.

In 2005, DRI resurrected the Harvest Festival on the Market. This event draws thousands of people into the market to celebrate our local heritage. This event features antique tractors, apple butter making, weaving, clogging, live entertainment, children's area, cake walk, and much more, and is sponsored by Virginia Farm Bureau. All monies raised goes to promote the Market.

Downtown Roanoke, Inc. is committed to providing events that showcase our downtown and the Historic Farmer's Market. The traditional welcoming of spring is celebrated on the Market with a festive St. Patrick's Day celebration and "Make it for Mom" allowed children to design a pot and plant a flower for a special Mother's Day treat. Dickens of a Christmas, a beloved holiday tradition also takes place on the Market and highlights all that is special about Roanoke's downtown. Vendors from far and wide showcase their wares in the Market area to over 30,000 people during the first three Friday nights of December each year.

Through active recruiting, marketing and public relations, as well as events and activities, Downtown Roanoke, Inc. continues to enhance the vibrancy of the Market.

CENTER IN THE SQUARE

Relevant Statistics

1983: Center in the Square opens to the public
\$7.5 million

1990: Center on Church purchase and renovations began in 1988 are complete
\$3 million

2000: Center completes the purchase and renovation of the former Shenandoah Hotel
\$6.5 million

2003: Center in the Square, in conjunction with the History Museum and Historical Society of Western Virginia completes the renovation of the former Norfolk & Western Passenger Station and O. Winston Link Museum installation
\$7.8 million

2005: Center in the Square, in association with Downtown Roanoke, Inc. relights the historic

H&C Coffee Sign atop the Shenandoah Hotel

Children Served by Center's beneficiary organizations last year:
200,000

Attendance to Center's beneficiary organizations last year:
400,000

Annual Economic Impact:
\$19 million

Value of Support Provided to our Beneficiary Organizations:
\$2.9 million

THE HISTORY - CENTER IN THE SQUARE

In the 1940's and '50's downtown Roanoke had a thriving nightlife. Businesses were open, there were four motion picture theaters. It all changed after World War II, gradually at first, then at an accelerated pace until it evolved into a deserted downtown during the decades of the 60's and '70's.



In the late 1970's downtown Roanoke and the area's arts community was in a state of decay. This declining, crime-ridden, blighted urban area was producing less than desirable tax revenues and area school systems were struggling to offer adequate science, art and cultural programs. Cultural organizations, located in the suburbs were inaccessible by public transportation and unpatronized by a broad cross-section of Valley residents. None of these organizations had permanent homes with adequate facilities to accomplish their dreams.



Original construction

The formation of a business league in 1976 led to a comprehensive revitalization project called Design '79. In a storefront office in a very visible window on Roanoke's busiest street, Design '79 positioned an architect who was drawing plans for possible downtown improvements. Citizens were encouraged to observe and offer suggestions. Four months of call-in television broadcasts coupled with a panel composed of more than 100 citizens created a public wish list. Center in the Square was the resulting centerpiece of Design '79.



Installing the stairs

THE MCGUIRE BUILDING - NOW CENTER IN THE SQUARE

Pledges were obtained and money raised to purchase and remodel the old five-story McGuire building. Partnerships were forged with individuals, regional businesses, local, state and

federal governments. Ultimately, over \$4 million in pledges were obtained from the private sector to purchase and remodel the old warehouse. In addition to these funds, the organization received a Commonwealth of Virginia grant of \$2.6 million. The Western Virginia Foundation for the Arts and Sciences - the 501(c)(3) non-profit organization that owns and operates Center in the Square - entered into a Trust Indenture with a consortium of six local banks and a life insurance company which issued \$2.5 million in bonds to complete construction on the project. The final cost for Center in the Square was \$7.5 million. Built in 1914 on the corner of Roanoke's Farmers' Market, the McGuire building housed W. E. McGuire's Farmers' Supply Co. that sold buggies, wagons, fertilizer, seed, and other farm-related equipment and supplies.

CENTER IN THE SQUARE OPENS WITH FIVE PERMANENT RESIDENTS

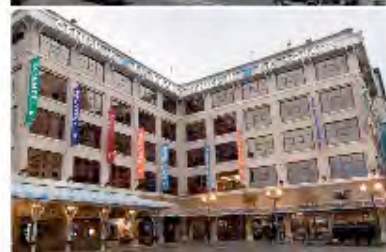
In 1982 five arts and science organizations moved into Center in the Square: the Roanoke Museum of Fine Arts (in 1992 renamed the Art Museum of Western Virginia), the Science Museum, Mill Mountain Theatre, the Roanoke Valley History Museum, and the Arts Council of the Blue Ridge. Center in the Square opened its doors on December 9, 1983, welcoming 40,000 visitors the first weekend, fulfilling a community dream to revitalize a decaying downtown and bolstering the arts through a downtown cultural center.



This first building block was followed by street improvements, public building improvements, private stores, restaurants, office buildings, and tourist activities. As a public/private community project it has proven to be an award winner.



1998



2008

CENTER IN THE SQUARE DEVELOPMENT EXPERIENCE

DESCRIPTION OF ORGANIZATION - CENTER IN THE SQUARE

The Western Virginia Foundation for the Arts and Sciences (Center in the Square) owns and operates four downtown Roanoke properties: Center in the Square, Center on Church, the former Shenandoah Hotel, and the former downtown Norfolk & Western Railway Passenger Station. Our signature facility, **Center in the Square**, is the result of a unique and successful partnership of community, business and cultural leaders. To preserve the area's cultural resources and revitalize a decaying downtown, these leaders created a collaborative organization which ensures cultural health and expansion through advocacy, historic preservation, economic development and operational support. The adaptive reuse and preservation of the abandoned but historic building has garnered numerous local, national, and international awards.

CENTER'S UNIQUE MISSION

Center in the Square is celebrating its 25th anniversary in 2008. Center in the Square provides free space and support to the following seven cultural organizations: *Art Museum of Western Virginia, History Museum & Historical Society of Western Virginia, Mill Mountain Theatre, Science Museum of Western Virginia, and The Arts Council of the Blue Ridge, Opera Roanoke and Roanoke Ballet Theatre, Inc.*

Though Center directly supports seven of the area's primary cultural organizations, Center's purpose is to increase economic development, tourism, and excellence in education by supporting arts and culture. Center in the Square's mission statement reads:

To be an active participant in economic and downtown urban development by helping assure the financial health of vital elements of Western and Central Virginia's cultural quality of life. The proven ability of our beneficiary organizations to create educational opportunities, promote tourism and enhance the life experiences of our citizens does, in fact, create economic benefits not otherwise attainable by this region. Supporting them accomplishes our mission.

A MODERN MODEL

Center in the Square's organizational profile is innovative and has been replicated in other communities across the nation. The relationship of Center in the Square to its seven organizations is a unique business partnership. Center in the Square and each of the seven organizations it supports are independent 501 (c)(3) organizations – each with its own Board of Directors and staff. Center itself does not offer programs, display exhibits, or hold performances. What Center in the Square does provide are the utilities, maintenance, custodial services, security, support services, and every square foot of space the organizations occupy – **absolutely free of charge**.

EACH YEAR, CENTER PROVIDES MORE THAN \$2.9 MILLION IN SUPPORT TO OUR BENEFICIARY ORGANIZATIONS.

The services provided by Center represent approximately 30% of the organizations' operating budgets. Working together through this innovative collaborative, Center is able to utilize much more effectively and efficiently every dollar that is raised. Instead of seven cleaning crews, it has one. Instead of trying to balance fundraising for rent, building capital and exhibits, our organizations are able to devote their time and talents to what they do best - providing the surrounding communities with the highest quality programs, exhibits, and performances available.

The results have been remarkable, and visitors and residents alike reap the benefits.

PROVEN SUCCESS IN CAPITAL DEVELOPMENT

Center in the Square opened December 9, 1983, providing housing and services to the five original organizations that are now known as the Art Museum of Western Virginia, The Arts Council of the Blue Ridge, the History Museum & Historical Society of Western Virginia, Mill Mountain Theatre, and the Science Museum of Western Virginia and Hopkins Planetarium.

In 1988, the Foundation obtained donations and pledges of more than \$3 million, including a state grant of \$1.5 million, to purchase and remodel an adjoining Phelps and Armistead Furniture building, now called Center on Church, which was completed in 1990.

In 1997, Center was ready to grow again and this time added two new beneficiary organizations: Opera Roanoke and Roanoke Ballet Theatre, Inc. Both provided significant cultural opportunities to the community, but both were struggling to afford their housing. In keeping with our mission, Center pays the rent for their space at their outside facilities.

In partnership with Roanoke City, the Commonwealth of Virginia, and Mill Mountain Theatre, Center in the Square purchased and renovated the former Shenandoah Hotel in 2000. This structure, on a prominent corner of the historic downtown Market area, had become dilapidated after being abandoned for many years. Renovations returned the structure to productive use, this time for Mill Mountain Theatre, to house visiting artists and expand its educational programs. The first floor was designated to be retail space, preserving the character of the Market and bolstering the local business community. The lease of this retail space to private business creates a revenue stream for support of the cultural organizations.

In October 2000, Center in the Square completed the purchase of the historic Norfolk & Western Passenger Station in downtown Roanoke, which was redesigned in 1947 by noted industrial designer Raymond Loewy. Center in the Square completed renovation of the historic station in October 2003 which now serves as a home to the O. Winston Link Museum and Raymond Loewy Galleries of the History Museum and Historical Society of Western Virginia.

The Visitors Center as well as the Roanoke Valley Convention and Visitors Bureau provide a complement to the museum and return the station to its role as the region's gateway. The Convention and Visitors Bureau is a rent-paying tenant in the facility and Center has continued the relationship it has with the History Museum by providing its space in the Passenger Station free of charge.

THE SERVICES OF CENTER IN THE SQUARE

Providing essential educational opportunities to students in the Commonwealth is one of Center in the Square's highest priorities. The in-house and outreach programs offered by Center's beneficiary organizations bring special opportunities to schools that have strained or limited resources. With local cultural organizations located in a

centralized space, visitors are able to enjoy a variety of attractions, exhibits, and performances conveniently. The combined benefits of financial practicality and convenience allow school systems to use their funds efficiently, minimizing transportation costs and maximizing their student's exposure to quality educational experiences. For years, 44% of Virginia school systems have benefited from visiting Center in the Square, supplementing classroom instruction, meeting SOL requirements, providing creative outlets for learning, and enhancing the educations of their students.

Continuing our commitment to providing progressive and dynamic solutions to the needs of the region's arts and cultural organizations, Center in the Square has most recently embarked on a new and exciting phase of collaborative services. We all recognize that when an organization has access to the tools it needs to operate more effectively it improves its performance and service to the community. In July of 2006, Center in the Square began to incorporate the concept of providing consolidated business management services to cultural organizations that choose to contract with Center. Center in the Square's *Center Services* initiative offers arts and culture non-profit organizations access to effective marketing, database/IT management, human resources and financial services at 50-60% of current market rates.

OUR *CENTER CELEBRITIES* PROGRAM ensures that any child and family wishing to visit Center in the Square will not be held back due to their financial limitations. Funds provide scholarships for local students to attend beneficiary summer camps and for free passes for disadvantaged children and their families to visit Center in the Square.

ECONOMIC DEVELOPMENT – EDUCATIONAL SERVICE

Center in the Square serves Roanoke, Virginia and surrounding communities in Western and Southwestern Virginia, including the New River Valley and the Alleghany Highlands. The Roanoke Valley Metropolitan Statistical Area (MSA) is Virginia's fourth-largest metropolitan area – the largest MSA west of Richmond in the Commonwealth, and the only major urban center for education, shopping, social and medical services, and cultural offerings for approximately 750,000 people in the southern piedmont and western Virginia.

Center in the Square is an **economic boon** to the region, attracting new businesses and new residents, boosting tourism, and strengthening our central business district. Our success has inspired economic confidence in downtown and has led others to invest over \$850 million in subsequent projects. More than 350 new businesses have opened in the area since Center's induction. Center's annual economic impact is estimated at \$19 million.

PROJECT FOR PUBLIC SPACES (PPS) QUALIFICATIONS

PPS FACTS & FIGURES

- PPS has worked in 2,000 neighborhoods, 47 states & 26 countries
- Some 10,000 people attend our 250+ presentations and workshops annually
- Our staff have written and published more 50 books and articles
- "How to Turn a Place Around," PPS's handbook for creating successful public spaces, has sold over 3,000 copies, and is in its 3rd printing
- We have taken 600,000 photographs of public spaces around the world - many of which are available online
- Our family of websites attract over 2 million page views a year

OUR MISSION

Imagine a town square bustling with people who are greeting each other, buying, selling, and exchanging ideas. For everyone striving to make public spaces better, PPS is that town square. Our vision is to act as the central hub of the global Placemaking movement, connecting people to ideas, expertise, and partners who share a passion for creating vital places.

Since 1975, we have worked in more than 2,000 communities in 26 countries around the world, helping people turn their public spaces into vital community places, with programs, uses, and people-friendly settings that build local value and serve community needs.

OUR PROGRAM AREAS

CITY MARKET BUILDING:
Capital Improvements, Management, and Operation